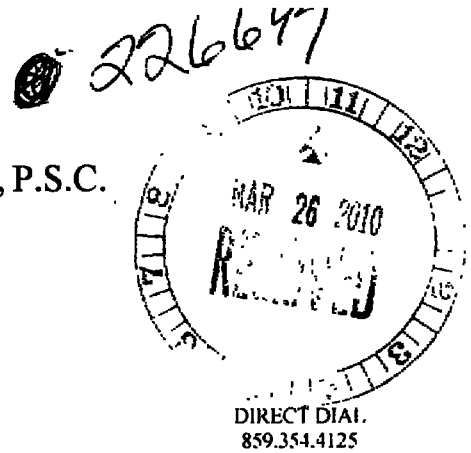


LAW OFFICES

MOYNAHAN, IRVIN, MOONEY & STANSBURY, P.S.C.

110 NORTH MAIN STREET
NICHOLASVILLE, KENTUCKY 40356
859 887 1200
FAX 859 885 2307



ELIZABETH E. DARBY
edarby@mimsllaw.com

March 25, 2010

ENTERED
Office of Proceedings
MAR 26 2010
Part of
Public Record

Ms. Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street S.W.
Washington, D.C. 20423

Re: Finance Docket No. 35364, R. J. Corman Railroad Company/Bardstown Line – Lease
and Operation Exemption – R. J. Corman Railroad Property, LLC

Dear Ms. Brown:

Enclosed for filing in the above-captioned proceeding are an original and ten copies of the Verified Notice of Exemption of R. J. Corman Railroad Company/Bardstown Line, pursuant to 49 C.F.R. § 1150.41, dated March 25, 2010. A check in the amount of \$1,800, representing the appropriate fee for this filing, and a CD-Rom containing the text of the Notice and the Caption Summary are also enclosed.

Please date-stamp and return in the provided envelope the enclosed extra copy of the Notice of Exemption and this letter.

Please feel free to contact me if you have any questions. Thank you for your assistance on this matter.

Sincerely,

Elizabeth E. Darby

Enclosures

FILED
MAR 26 2010
SURFACE
TRANSPORTATION BOARD

FEE RECEIVED
MAR 26 2010
SURFACE
TRANSPORTATION BOARD

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB FINANCE DOCKET NO. 35364

ENTERED
Office of Proceedings

MAR 26 2010

Part of
Public Record

R. J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE
– LEASE AND OPERATION EXEMPTION –
R. J. CORMAN RAILROAD PROPERTY, LLC

VERIFIED NOTICE OF EXEMPTION
OF
R. J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE
PURSUANT TO 49 C.F.R. § 1150.41

FEE RECEIVED

MAR 26 2010

**SURFACE
TRANSPORTATION BOARD**

FILED

MAR 26 2010

**SURFACE
TRANSPORTATION BOARD**

David R. Irvin
Elizabeth E. Darby
Moynahan, Irvin, Mooney &
Stansbury, PSC
110 North Main Street
Nicholasville, KY 40356
(859) 887-1200

ATTORNEYS FOR R. J. CORMAN
RAILROAD COMPANY/BARDSTOWN
LINE

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB FINANCE DOCKET NO. 35364

R. J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE
– LEASE AND OPERATION EXEMPTION –
R. J. CORMAN RAILROAD PROPERTY, LLC

VERIFIED NOTICE OF EXEMPTION
OF
R. J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE
PURSUANT TO 49 C.F.R. § 1150.41

Pursuant to 49 C.F.R. § 1150.41, et seq., R. J. Corman Railroad Company/Bardstown Line (“RJCR”), a Class III common carrier, hereby files this Verified Notice of Exemption to lease and operate a line of railroad from R. J. Corman Railroad Property, LLC (“Railroad Property”), located in Scott, Campbell, and Anderson Counties, Tennessee, extending from Milepost 0.144 at or near Oneida, Tennessee, to Milepost 42.0 at or near Devonia, Tennessee (the “Subject Line”). Based upon projected revenues for the Subject Line it is leasing and operating, RJCR expects to remain a Class III rail carrier after consummation of the transaction proposed herein.

This Notice is related to Finance Docket No. 35363, R. J. Corman Railroad Property, LLC – Acquisition Exemption – NC Railroad, Inc. (“NCRL”), in which Railroad Property is filing a Verified Notice of Exemption pursuant to 49 C.F. R. § 1150.41 to acquire the Subject Line from NCRL.

In accordance with the requirements of 49 C.F.R. § 1150.43, RJCR submits the following information:

Name and Address of Applicant: 49 C.F.R. § 1150.43(a)

The full name and address of the rail carrier applicant herein is as follows:

R. J. Corman Railroad Company/Bardstown Line
101 R. J. Corman Drive
P.O. Box 788
Nicholasville, KY 40340

Applicant's Representative: 49 C.F.R. § 1150.43(b)

RJCR's representative to whom correspondence regarding this transaction should be sent is as follows:

David R. Irvin
Elizabeth E. Darby
Moynahan, Irvin, Mooney & Stansbury, PSC
110 North Main Street
Nicholasville, KY 40356
(859) 887-1200

Statement Concerning Agreement: 49 C.F.R. § 1150.43(c)

RJCR has reached a tentative agreement with Railroad Property providing for RJCR to lease from Railroad Property and operate all of the Subject Line located in Scott, Campbell, and Anderson Counties, Tennessee, extending from Milepost 0.144 at or near Oneida, Tennessee, to Milepost 42.0 at or near Devonia, Tennessee, and anticipates a final agreement will be executed on or before April 26, 2010.

Operator: 49 C.F.R. § 1150.43(d)

RJCR will operate, maintain and provide all rail common carrier service on the Subject Line, pursuant to the lease and operation transaction proposed herein.

Summary of the Transaction: 49 C.F.R. § 1150.43(e)

RJCR is a Class III common carrier by rail that leases and operates rail line owned by Railroad Property. RJCR is a member of the R. J. Corman family of railroads, which includes eight other Class III rail carriers in the eastern United States.

Pursuant to an agreement to be entered into between RJCR and Railroad Property, RJCR will lease Railroad Property's line of railroad located in Scott, Campbell, and Anderson Counties, Tennessee, extending from Milepost 0.144 at or near Oneida, Tennessee, to Milepost 42.0 at or near Devonia, Tennessee. The total distance of the Subject Line to be leased and operated by RJCR is approximately 42 miles. RJCR will operate, maintain and provide all common carrier service on the Subject Line.

The name and address of the railroad leasing the Subject Line to the applicant is as follows:

R. J. Corman Railroad Property, LLC
101 R. J. Corman Drive
P.O. Box 788
Nicholasville, KY 40340

RJCR intends to consummate its lease of the Subject Line on or before April 26, 2010, and will commence operations on behalf of Railroad Property on or about that same day.

Map: 49 C.F.R. § 1150.43(f)

A map that clearly indicates the area served by the Subject Line, including origins, termini, stations, cities and counties, is attached as Exhibit A to this Notice.

Certification of Class III Status: 49 C.F.R. § 1150.43(g)

A certificate complying with the provisions of 49 C.F.R. § 1150.43(g) is attached as Exhibit B to this Notice. Based on projected revenues for the Subject Line, RJCR will remain a Class III rail carrier after consummation of the transaction proposed herein.

Advance Notice: 49 C.F. R. § 1150.42(e)

The projected annual revenue from the Subject Line, together with RJCR's projected annual revenue, will not exceed \$5 million. Accordingly, the requirements of 49 C.F.R. § 1150.42(e) do not apply to this transaction.

Environmental/Historic Preservation Data: 49 C.F.R. § 1105

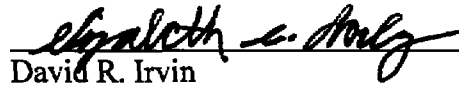
Under 49 C.F.R. § 1105.6(c)(2)(i), the proposed lease and operation of the Subject Line by RJCR is exempt from environmental reporting requirements because it will not result in significant changes in carrier operations (i.e. changes which exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5)).

Under 49 C.F.R. § 1105.8(b)(1), the proposed lease and operation of the Subject Line by RJCR also is exempt from historic preservation reporting requirements. RJCR's lease and operation of the Subject Line is for the purpose of continued rail operations. Further Surface Transportation Board approval is required to discontinue or abandon any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that are fifty years old or older.

Caption Summary: 49 C.F.R. § 1150.44

A caption summary in the appropriate form is attached as Exhibit C to this Notice.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read "Elizabeth E. Darby", is written over a horizontal line.

David R. Irvin

Elizabeth E. Darby

Moynahan, Irvin, Mooney &

Stansbury, PSC

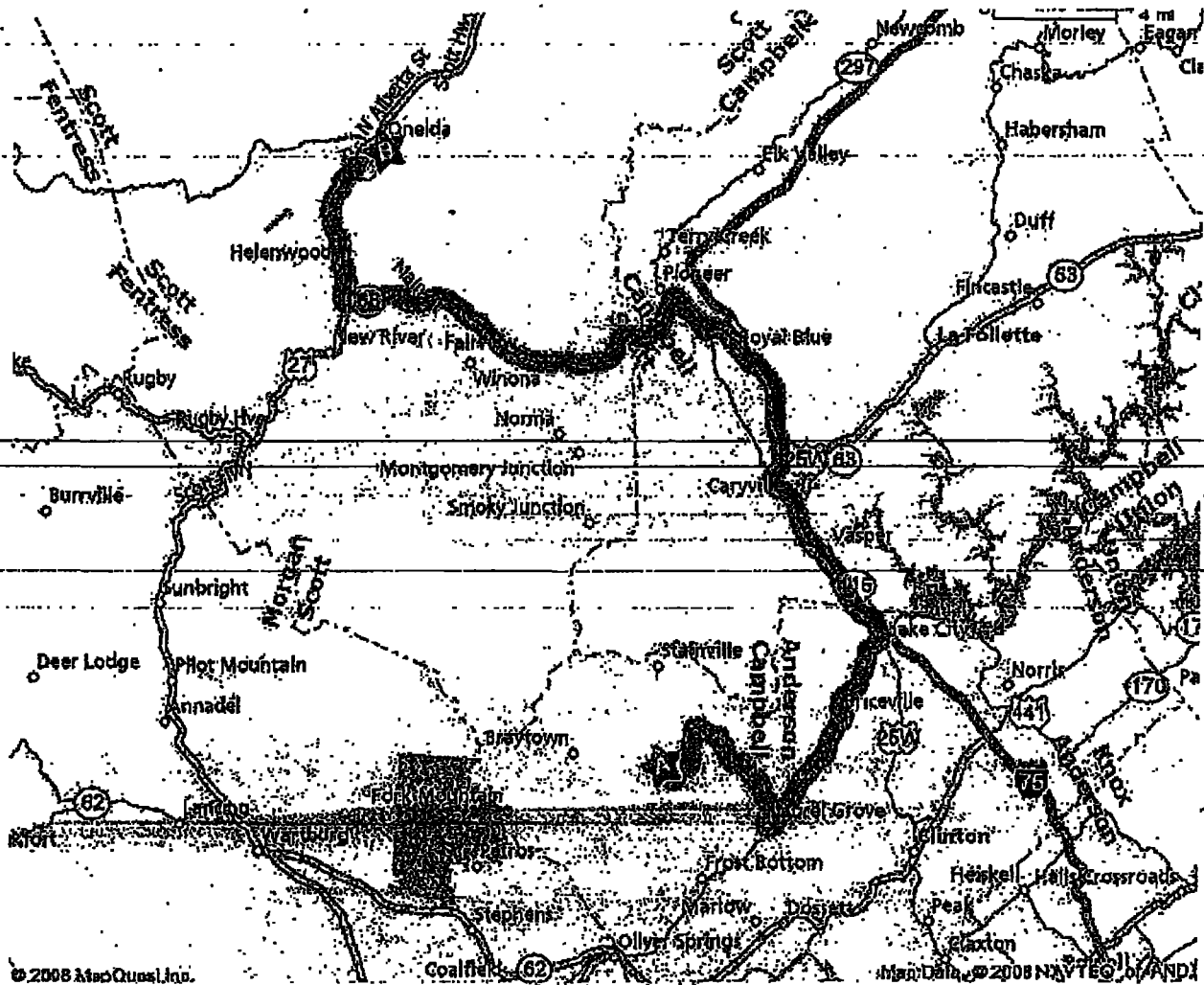
110 North Main Street

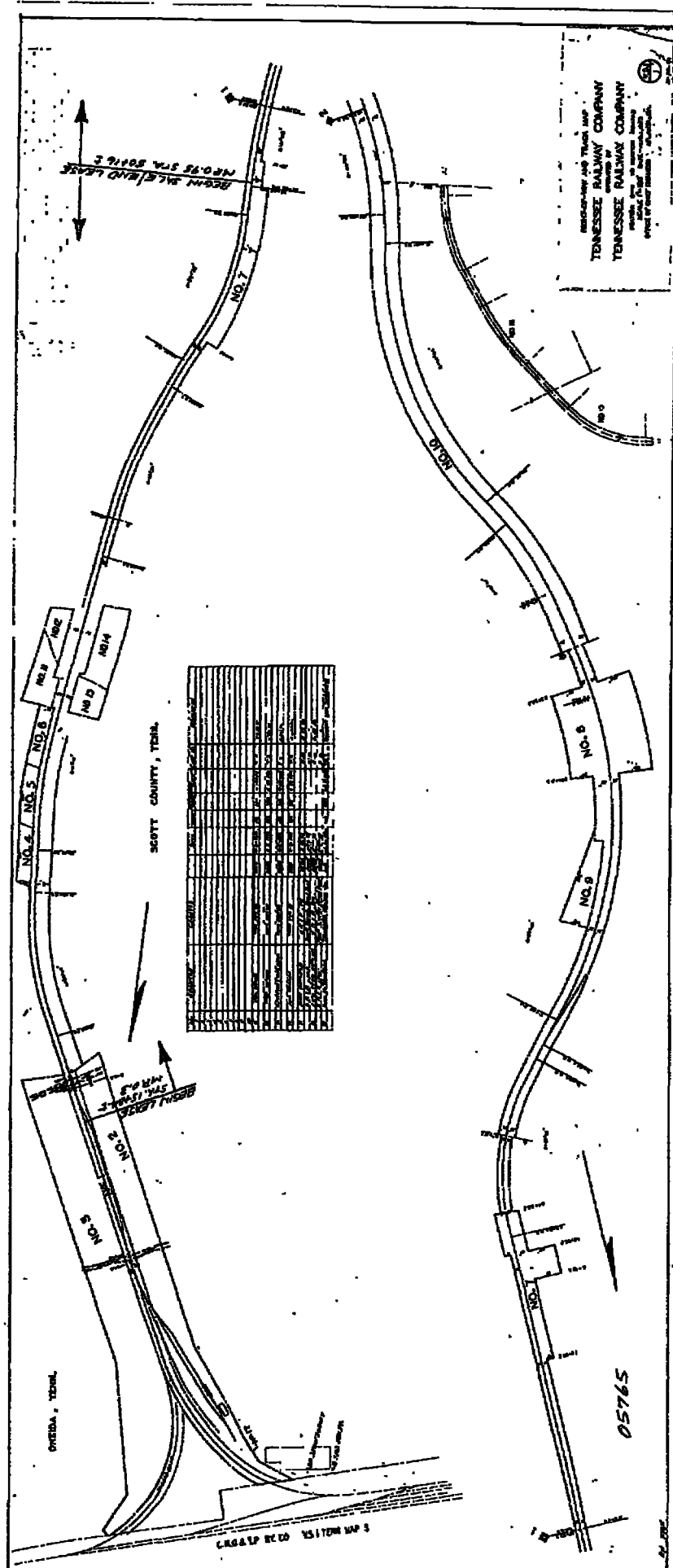
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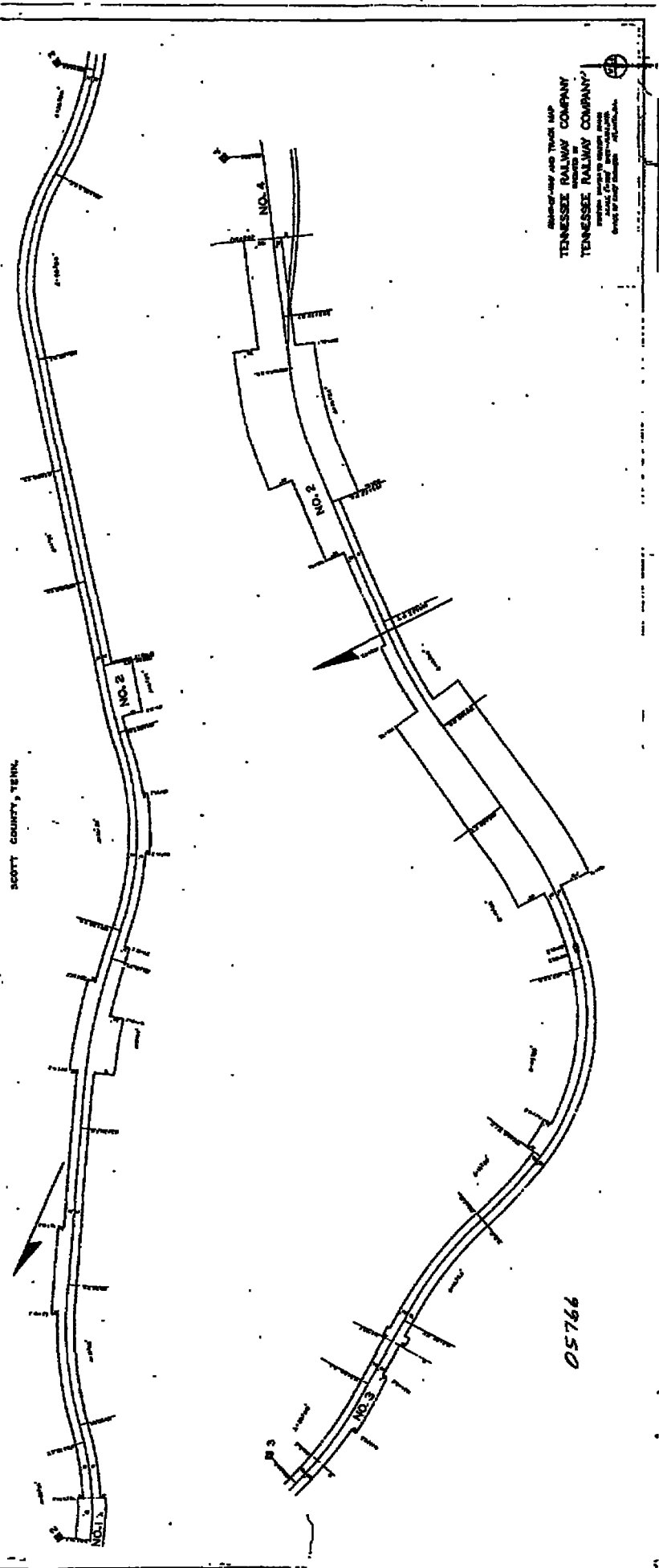
(859) 887-1200

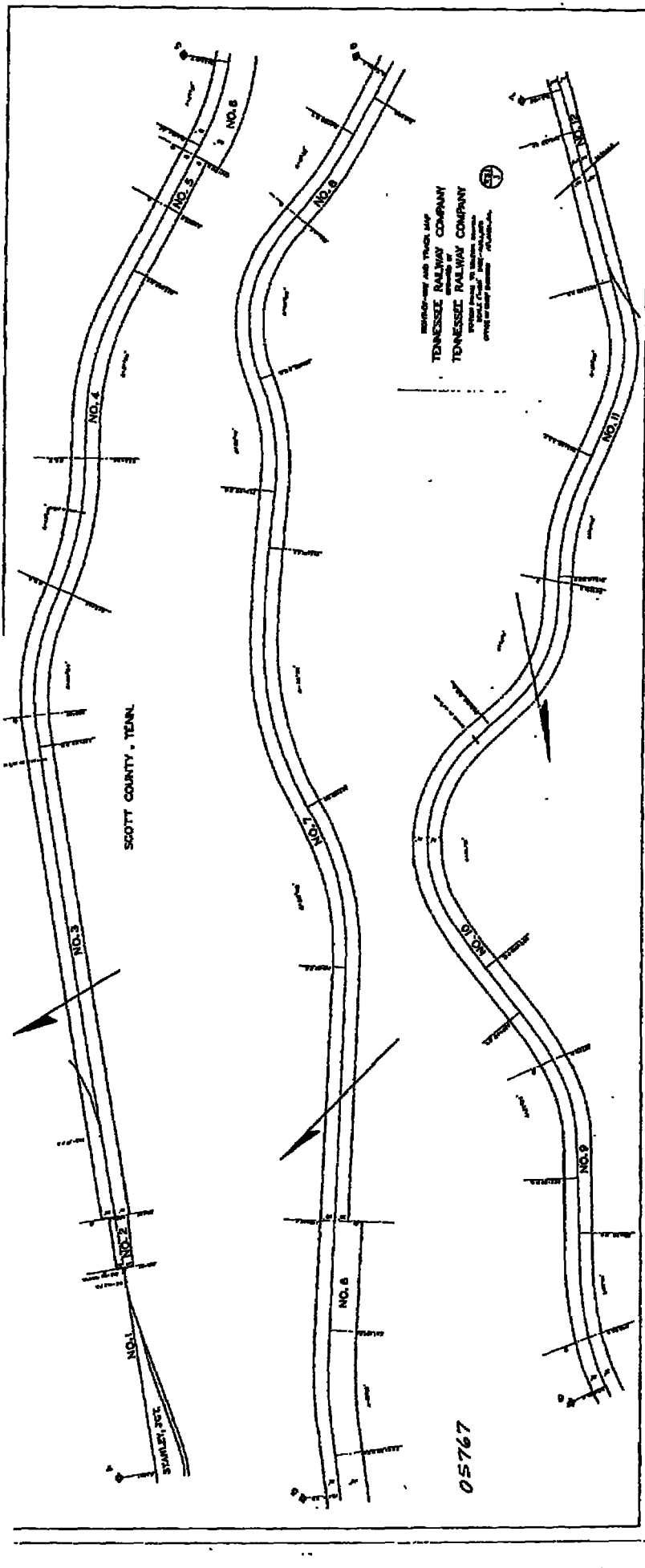
ATTORNEYS FOR R. J. CORMAN
RAILROAD COMPANY/BARDSTOWN
LINE

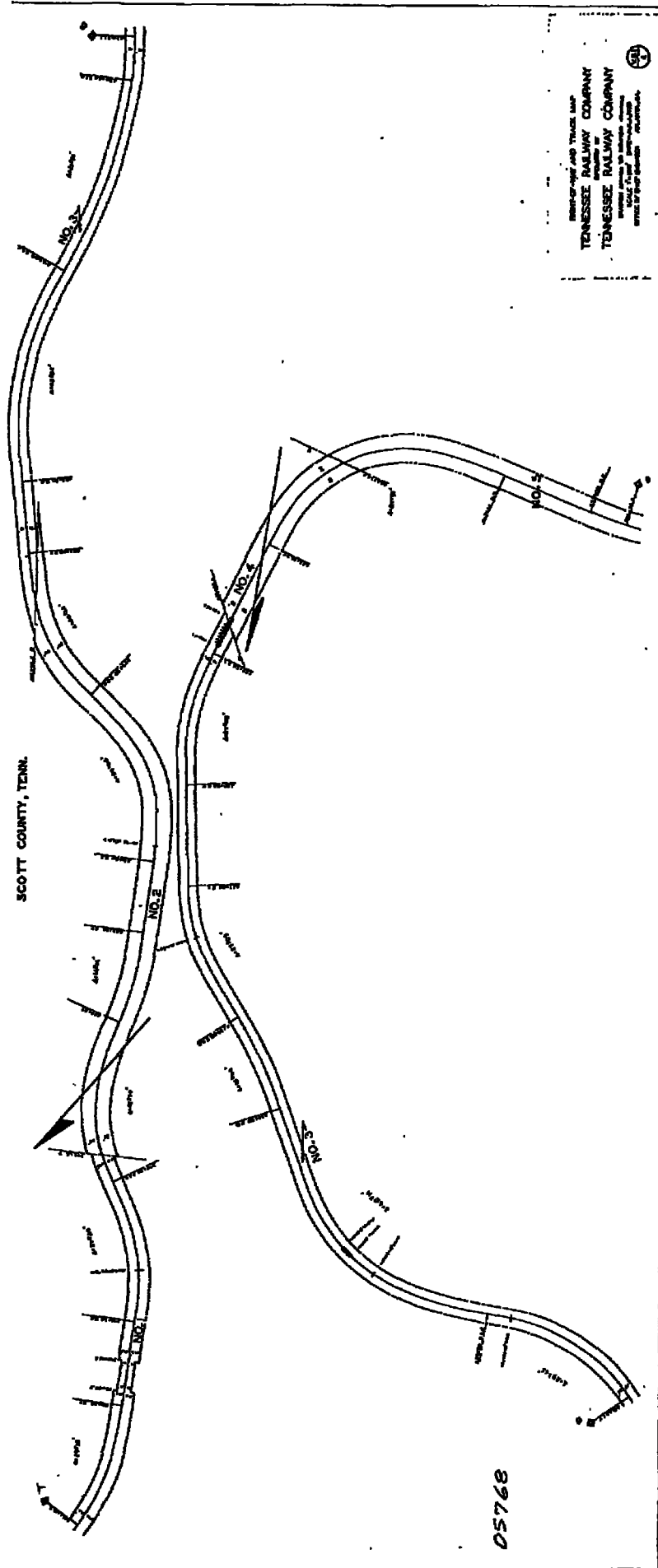
Dated: March 25, 2010

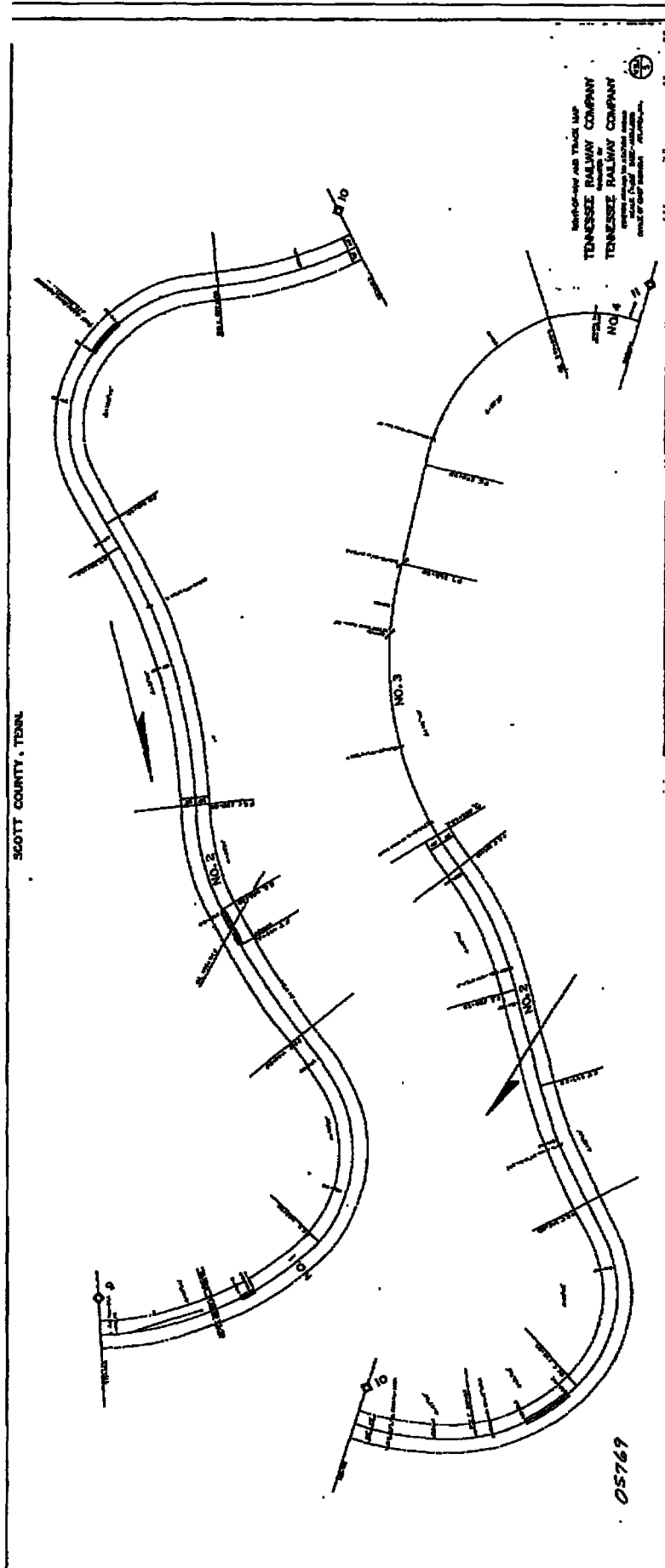


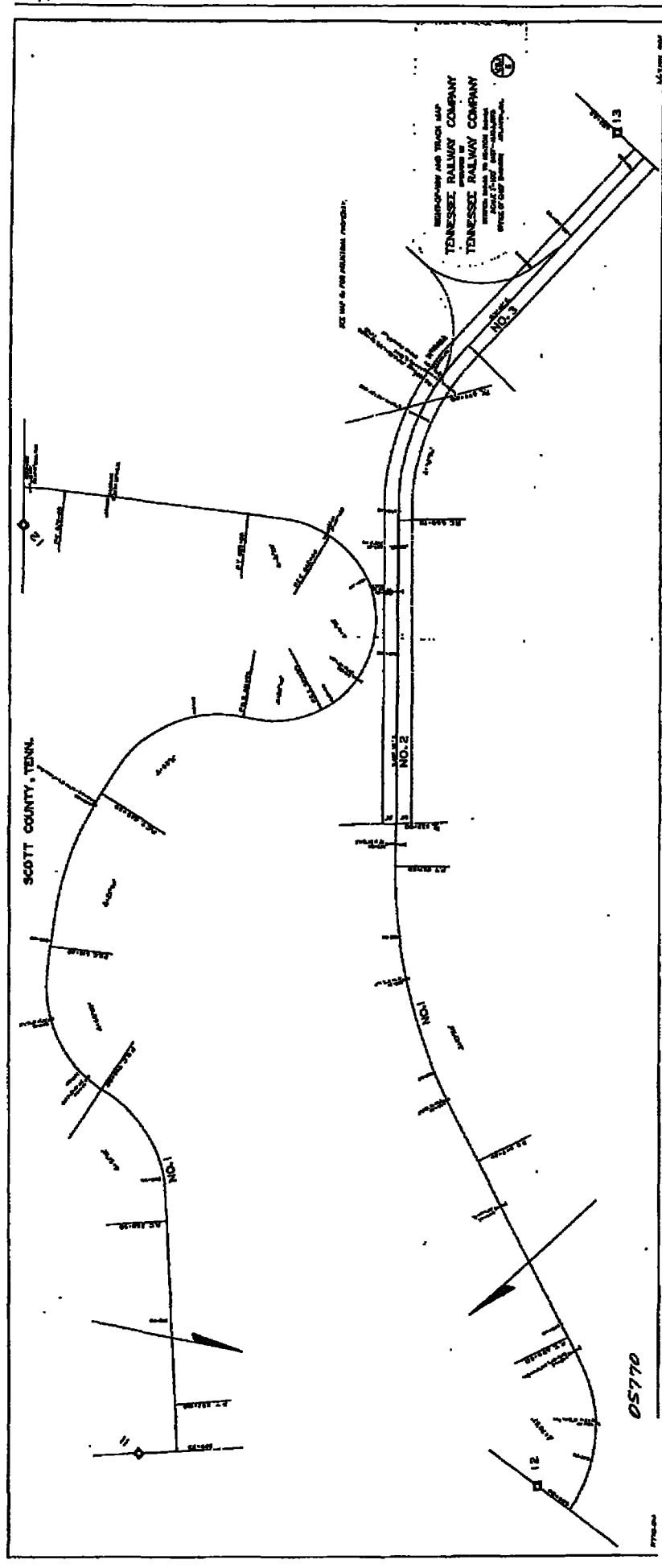


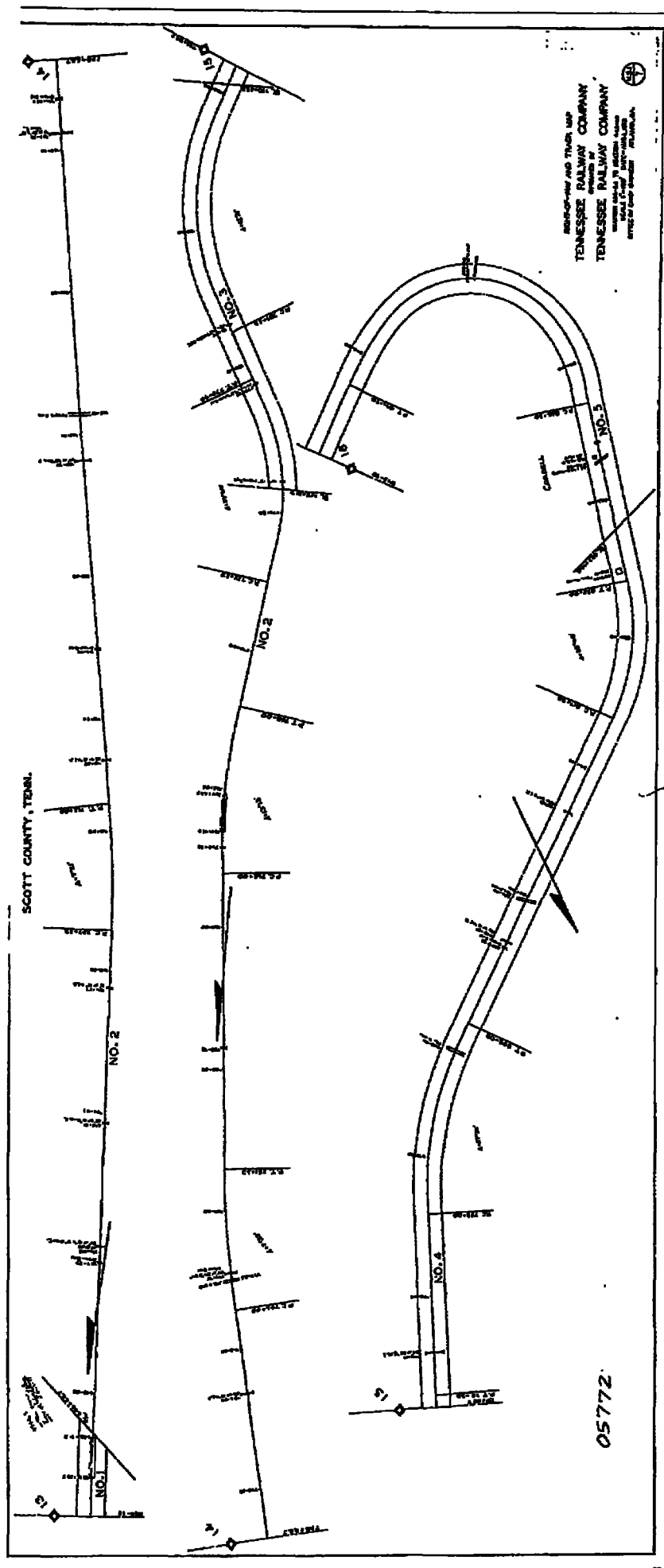


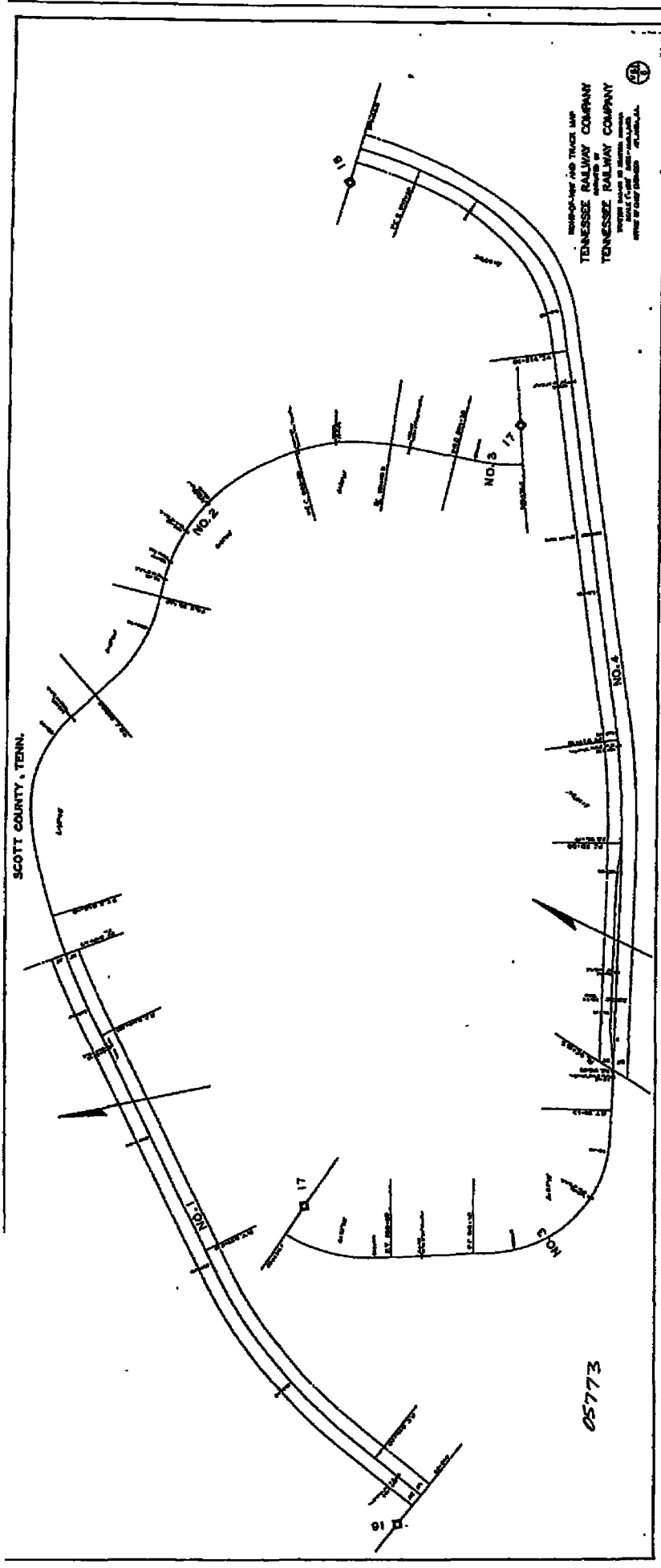


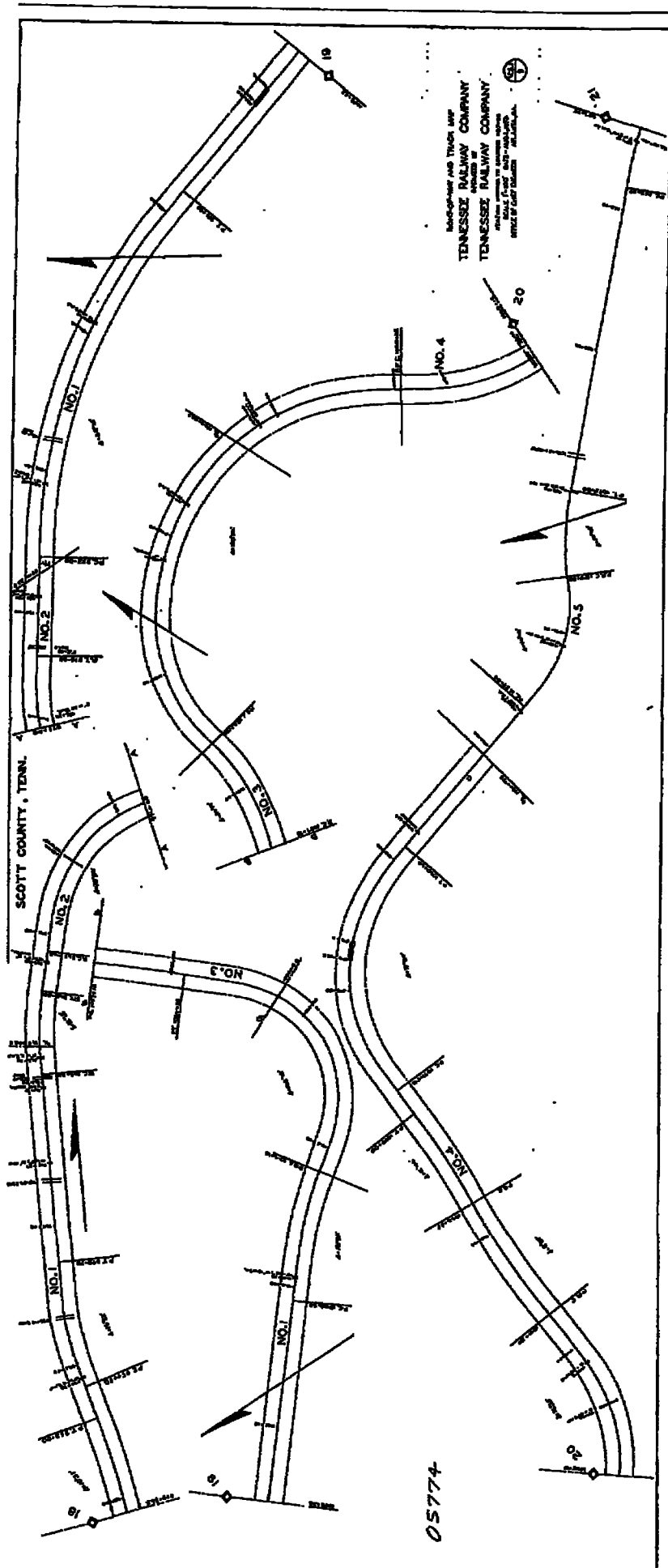


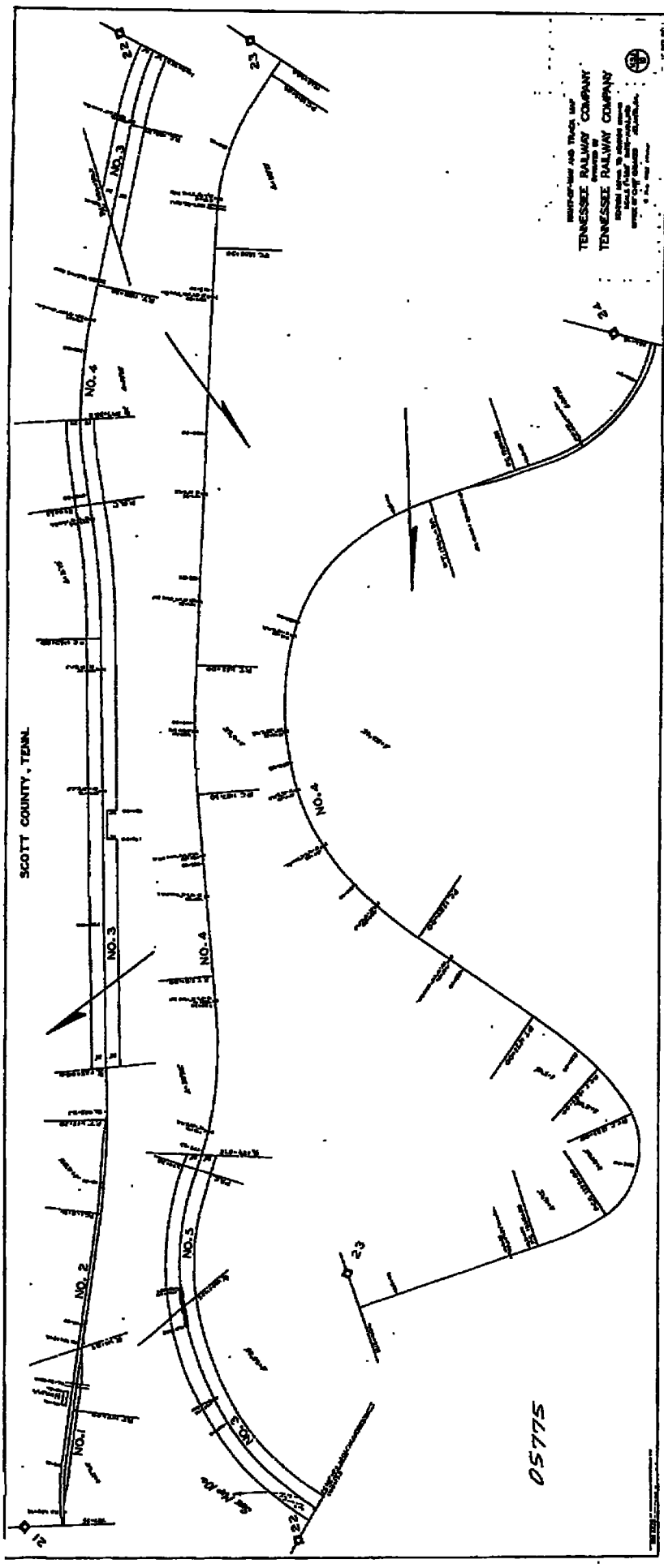


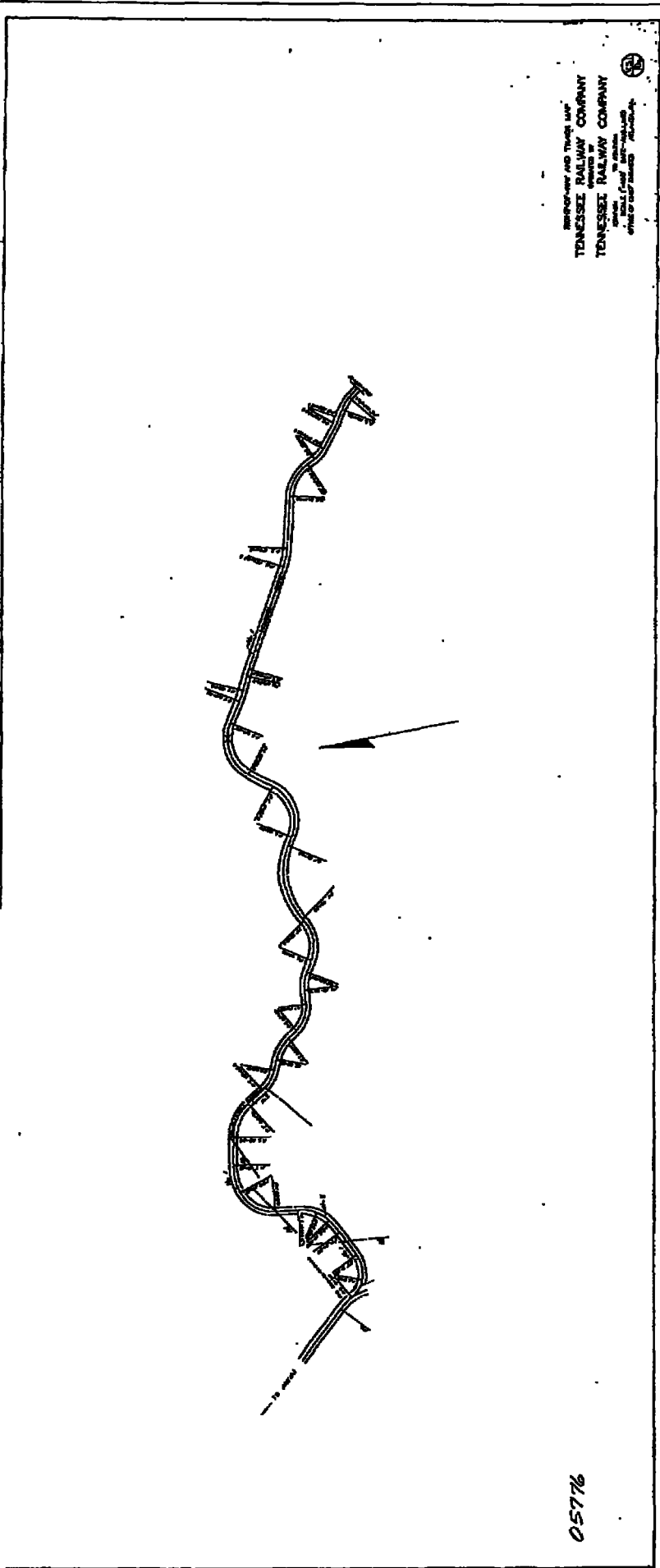


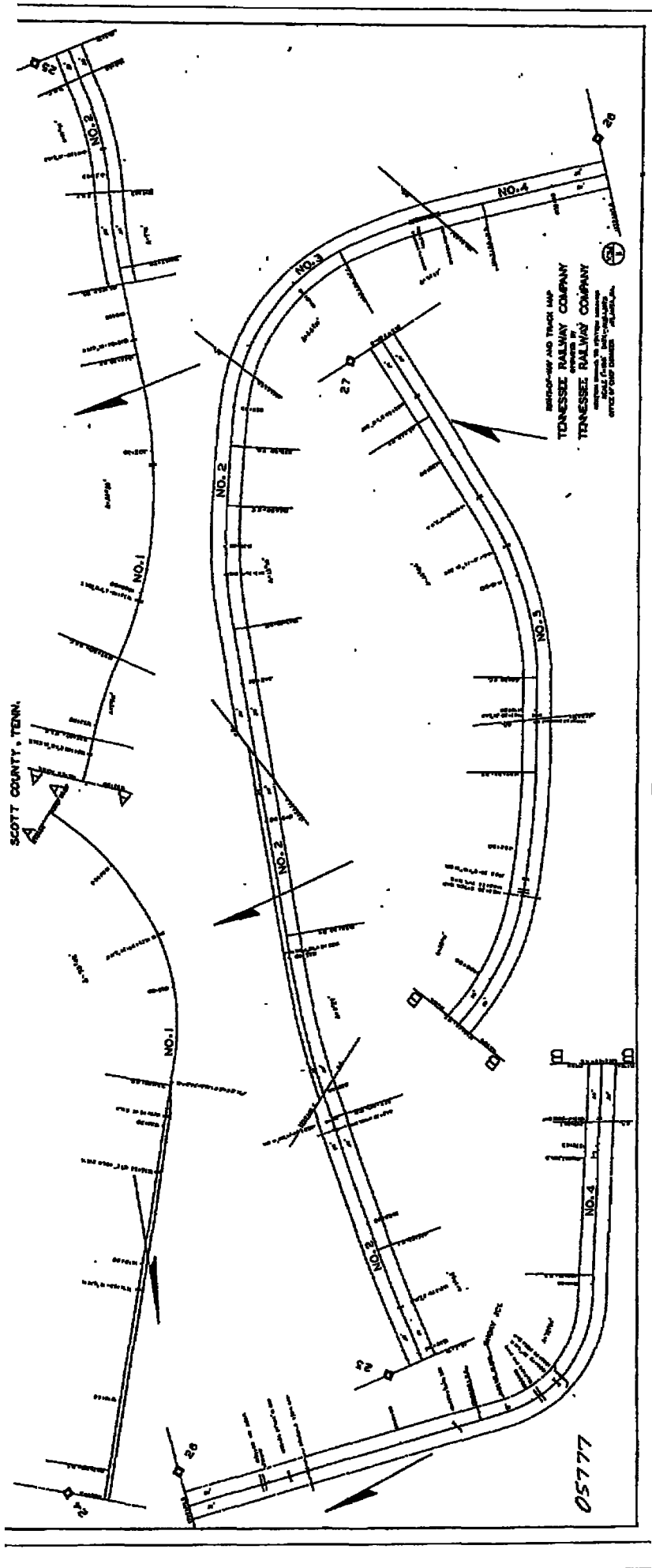


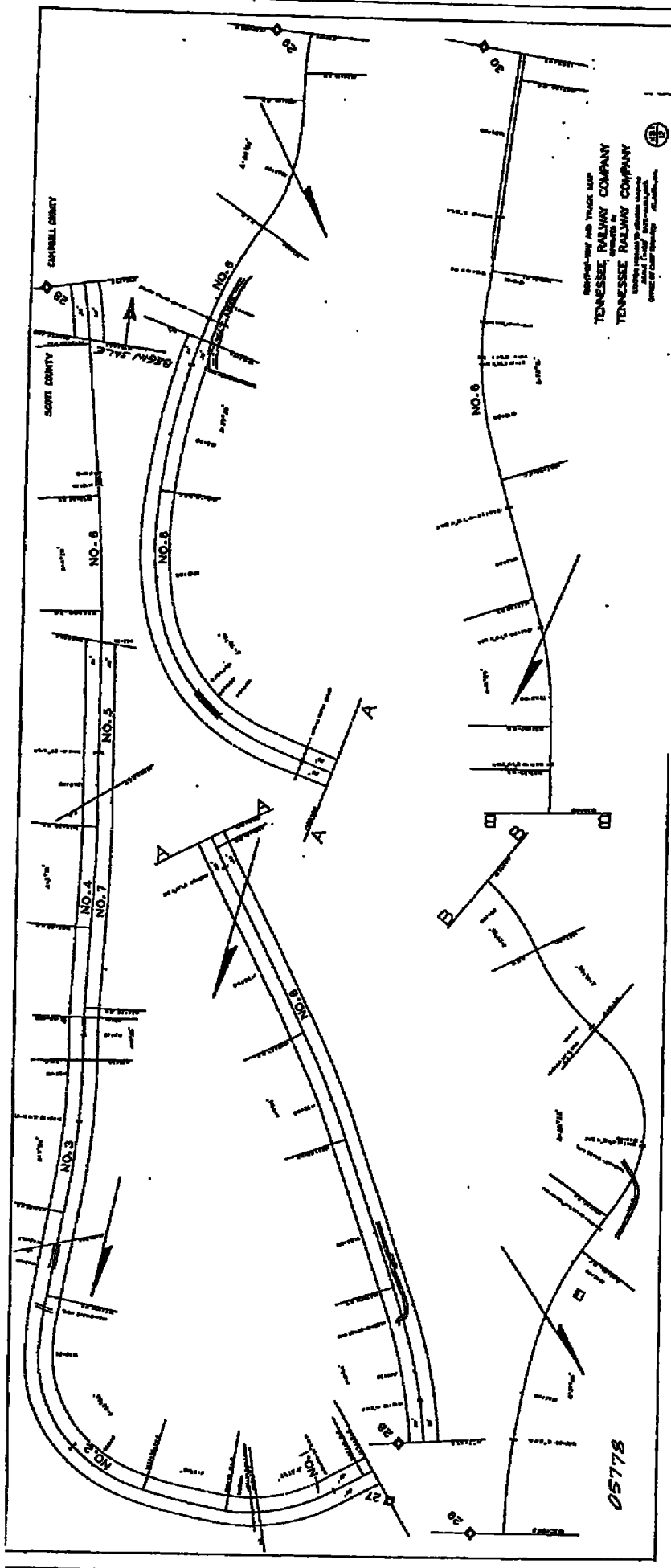


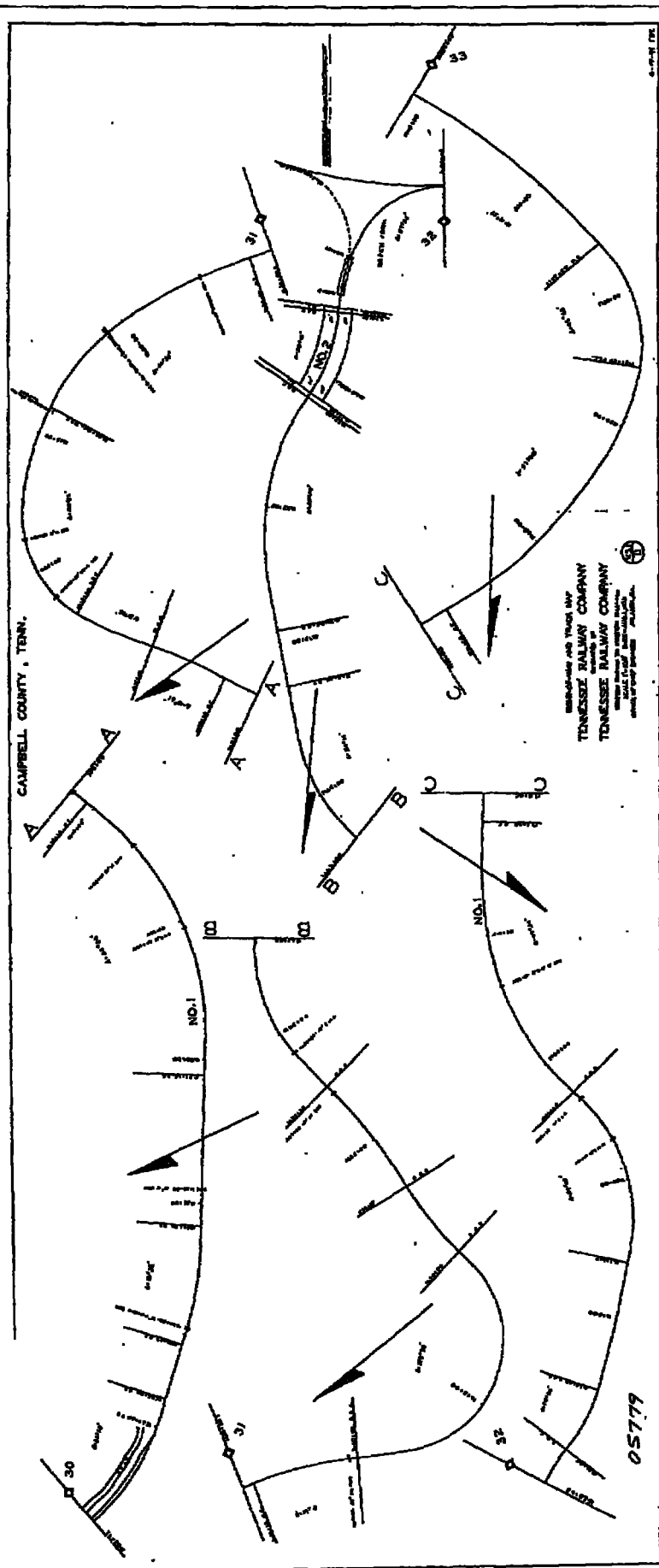


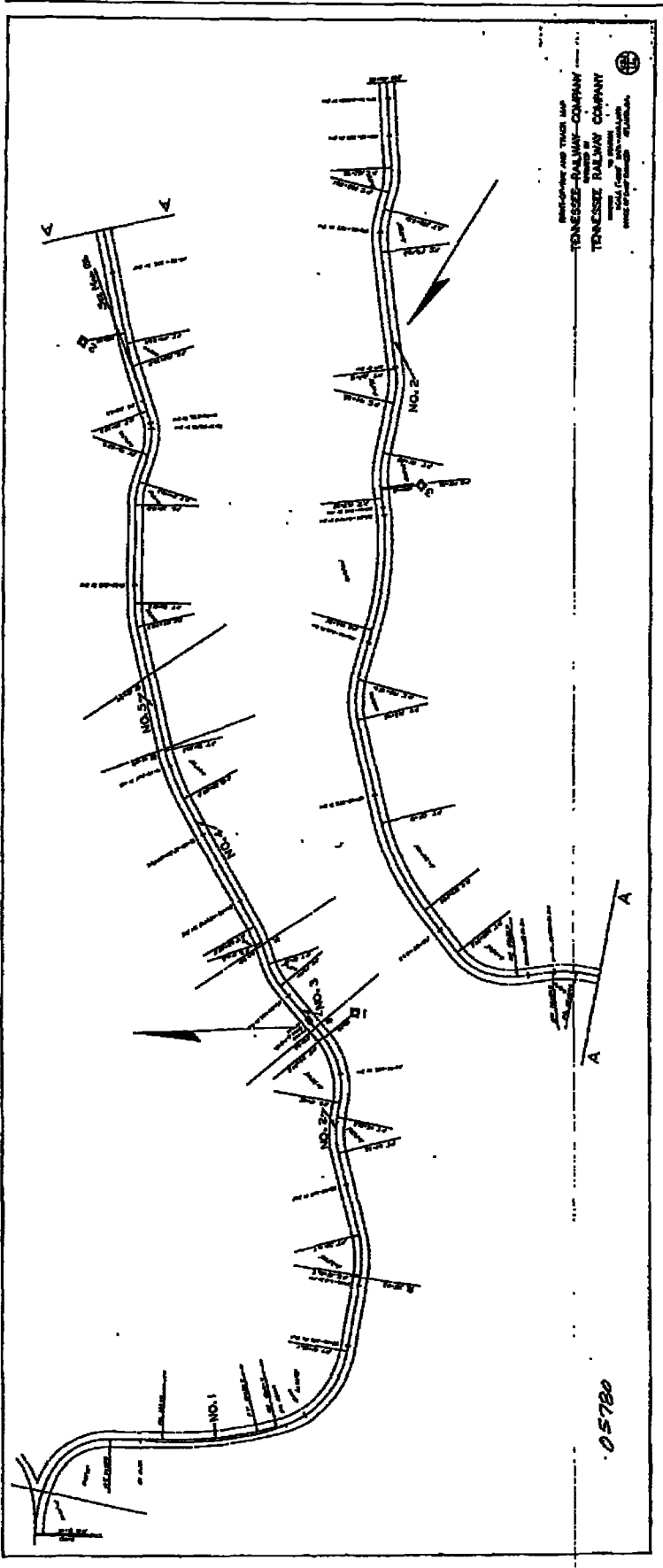


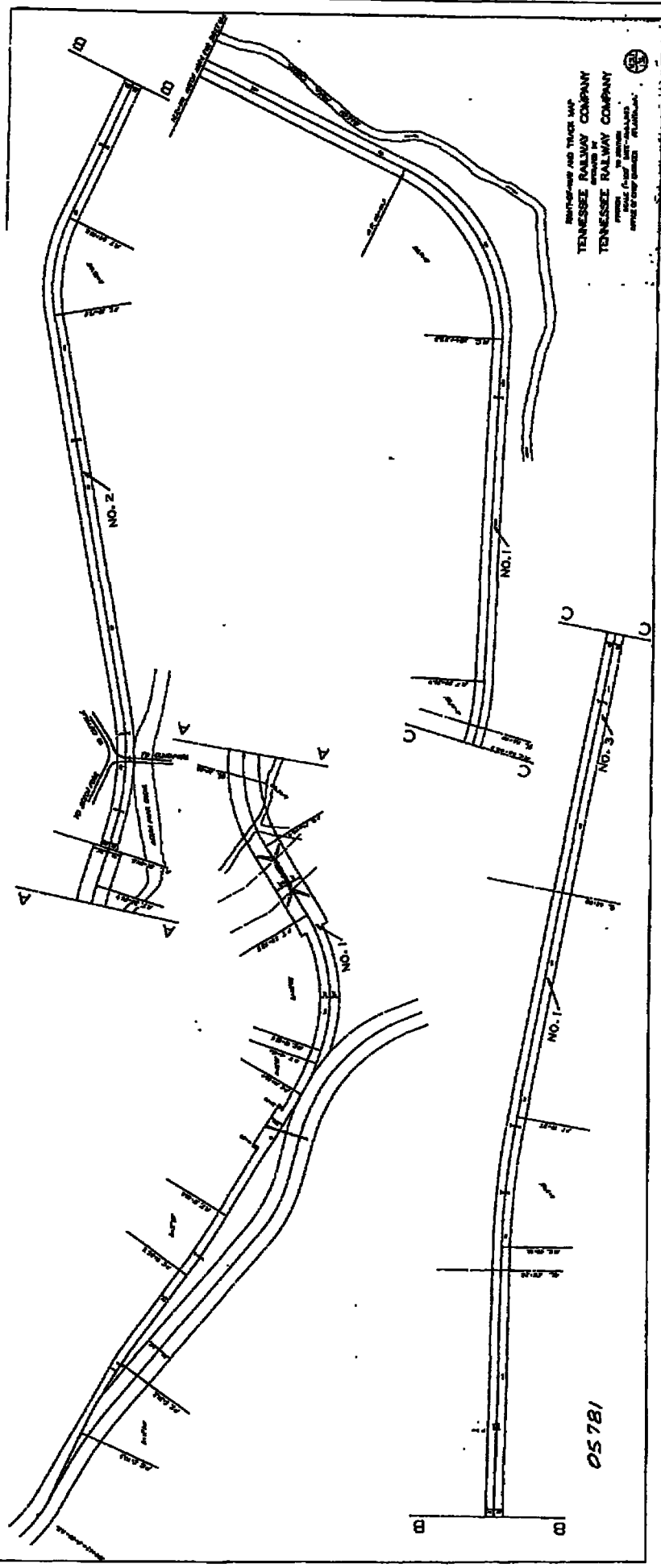


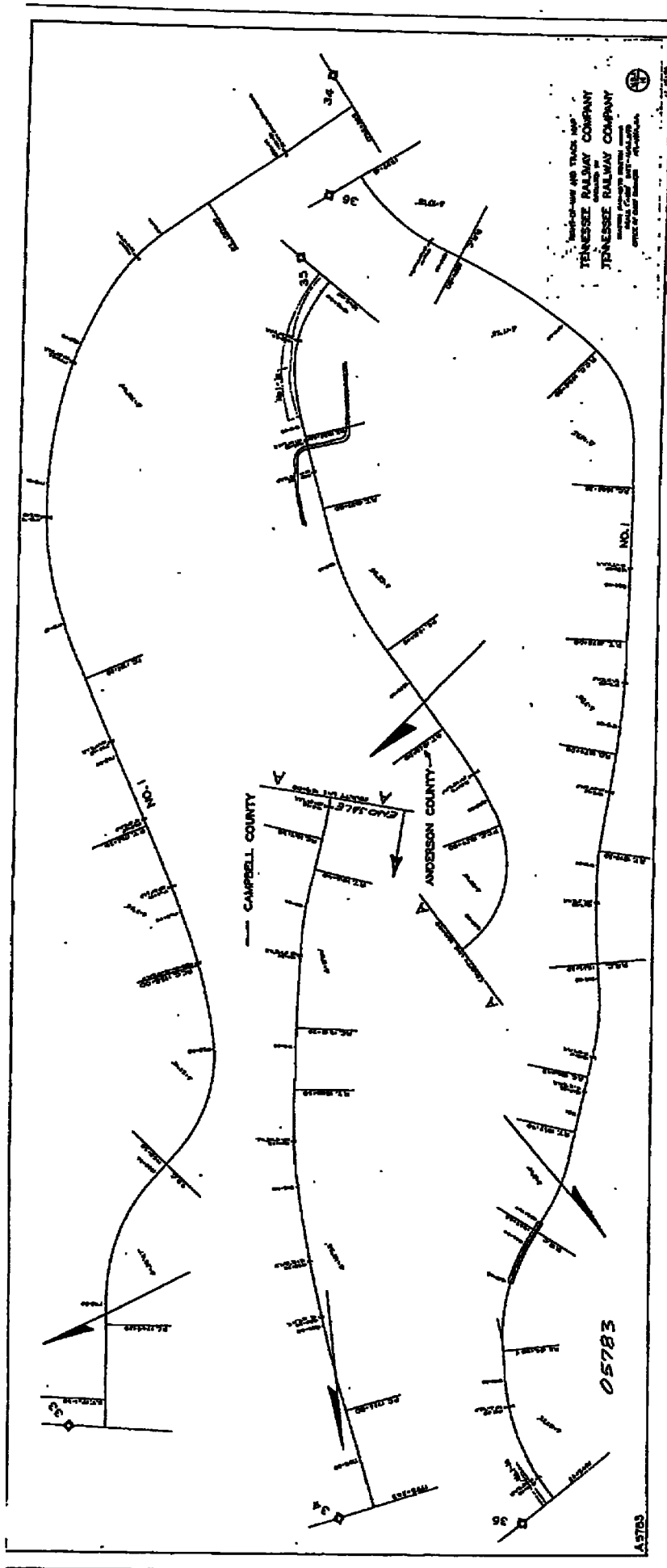


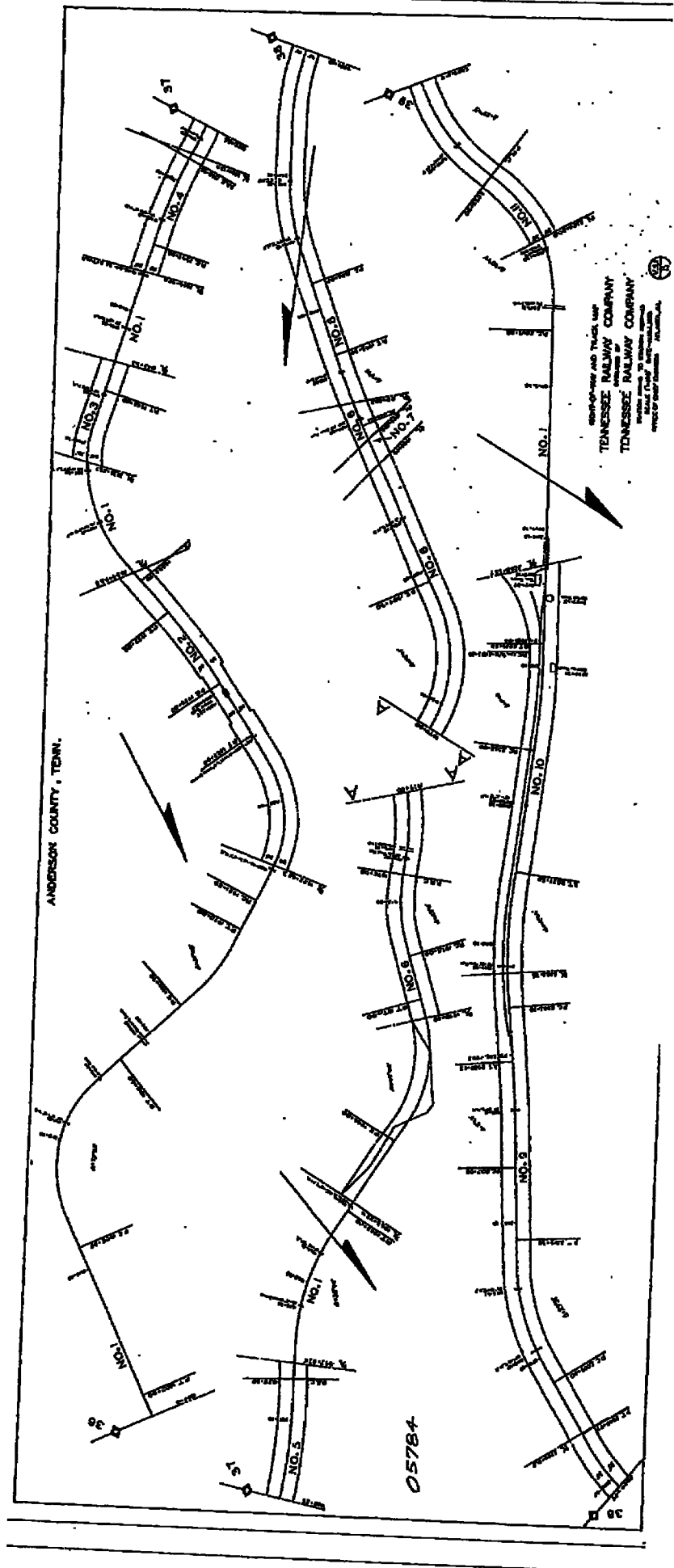












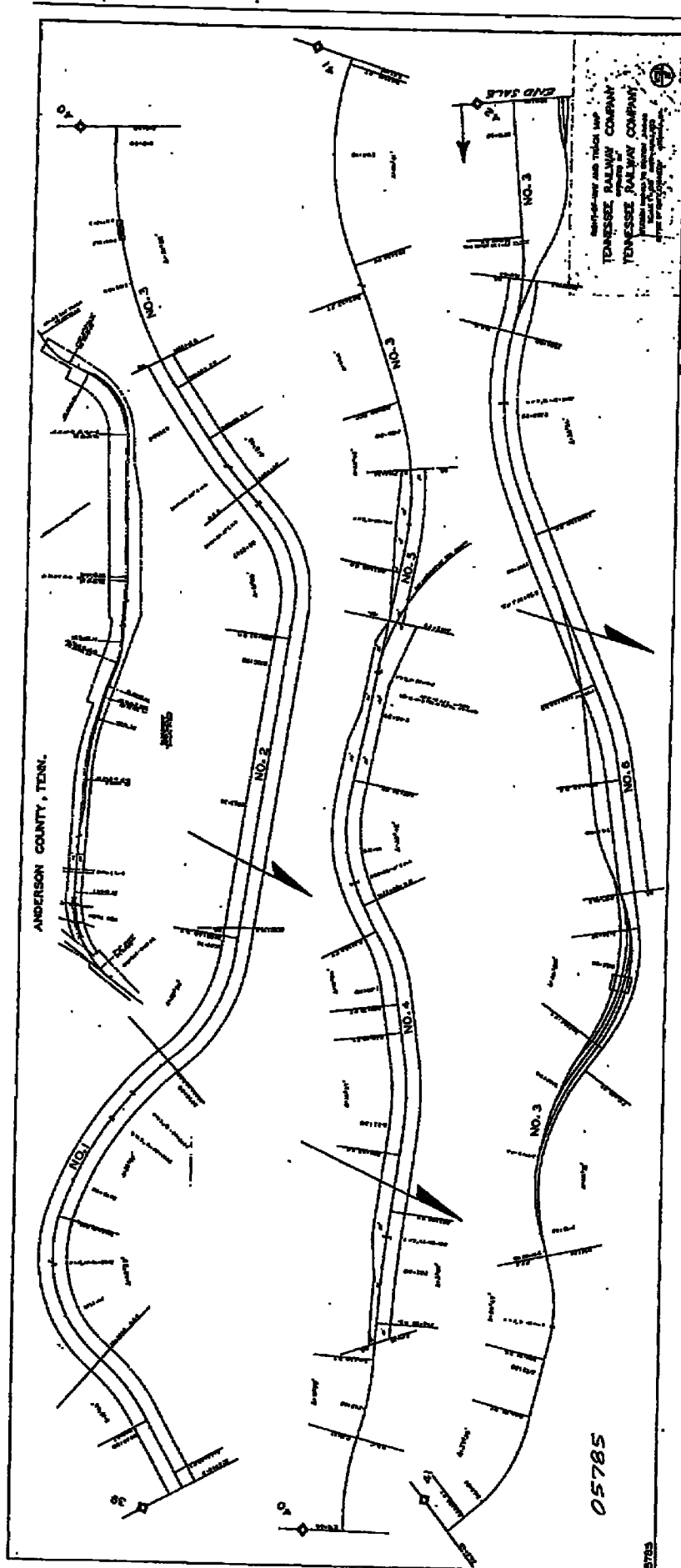


EXHIBIT B

CERTIFICATION

Michael Wester, being duly sworn, certifies that the projected revenues of R. J. Corman Railroad Company/Bardstown Line, upon consummation of the proposed transaction, will not result in the creation of a Class I or Class II rail carrier under the provisions of 49 C.F.R. § 1201.1-1.



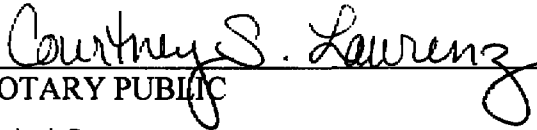
Michael Wester

President

R. J. Corman Railroad Company/Bardstown Line

STATE OF KENTUCKY)
COUNTY OF JESSAMINE)

The foregoing was subscribed and sworn to before me by Michael Wester on this the 25 day of March, 2010.



NOTARY PUBLIC

My commission expires: 10-1-12

EXHIBIT C

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

STB FINANCE DOCKET NO. 35364

**R. J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE
– LEASE AND OPERATION EXEMPTION –
R. J. CORMAN RAILROAD PROPERTY, LLC**

R. J. Corman Railroad Company/Bardstown Line ("RJCR"), a Class III rail carrier, has filed a Verified Notice of Exemption to lease from R. J. Corman Railroad Property, LLC ("Railroad Property") and operate a line of railroad located in Scott, Campbell, and Anderson Counties, Tennessee, extending from Milepost 0.144 at or near Oneida, Tennessee, to Milepost 42.0 at or near Devonia, Tennessee (the "Subject Line"). The total distance of the Subject Line is approximately 42 route miles.

This Notice is related to Finance Docket No. 35363, R. J. Corman Railroad Property, LLC – Acquisition Exemption – NC Railroad, Inc. ("NCRL"), in which Railroad Property is filing a Verified Notice of Exemption pursuant to 49 C.F. R. § 1150.41 to acquire the Subject Line from NCRL.

Comments must be filed with the Board and served on: David R. Irvin, Elizabeth E. Darby, Moynahan, Irvin, Mooney & Stansbury, PSC, 110 North Main Street, Nicholasville, KY 40356, (859) 887-1200.

This notice is filed under 49 C.F.R. § 1150.41. If the notice contains false or misleading information, the exemption is void *ab initio*. The filing of a petition to revoke will not automatically stay the transaction.

VERIFICATION

I, Elizabeth E. Darby, declare under penalty of perjury that I am an attorney for R. J. Corman Railroad Property, LLC and that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this pleading.

Executed on March 25, 2010.

Elizabeth E. Darby

STATE OF KENTUCKY)
COUNTY OF JESSAMINE)

The foregoing was subscribed and sworn to before me by Elizabeth E. Darby on this the 25 day of March, 2010.

Courtney S. Laurenz
NOTARY PUBLIC

My commission expires: 10-1-10

CERTIFICATION OF SERVICE

I hereby certify that I have served all parties of record in this proceeding with this document by United States mail on this the 25th day of March 2010.



David R. Irvin
Elizabeth E. Darby
Moynahan, Irvin, Mooney &
Stansbury, PSC
110 North Main Street
Nicholasville, KY 40356
(859) 887-1200

ATTORNEYS FOR R. J. CORMAN
RAILROAD COMPANY/BARDSTOWN
LINE